

Anderson Kill & Olick, P.C.

1251 Avenue of the Americas, New York, New York 10020-1182

(212) 278-1000

EIN: 13-2743351

E-Mail: Accounting@andersonkill.com

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W.R. GRACE/CLAIMANTS COMMITTEE

MATTER: 100055.WRG01

September 17, 2008

INVOICE: 227169

MATTER: CLAIMANTS COMMITTEE

ROBERT M. HORKOVICH

c/o Peter Van N. Lockwood, Esq.
 Caplin & Drysdale
 One Thomas Circle
 Washington, DC 20005

DATE: September 16, 2008
 MATTER: 100055.WRG01
 INVOICE: 227169

PROFESSIONAL SERVICES through 08/31/08

DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/01/08	Analysis of settlement agreements for indemnification issues (1.10); review/revise insurance policy limits log (1.70).	W001	GFF	2.80
08/01/08	Continued work on settlement/CIP agreement indemnification language comparisons in attempt to consolidate similar text.	W001	HEG	2.50
08/01/08	Reviewed and prepared information re: "indemnification language and indemnification cap amount language."	W001	IF	1.00
08/01/08	Work on insurance allocation model	W001	MG	1.30
08/01/08	Organization of Scotts' materials for attorney review (2.00). Get correspondence materials for attorney review (1.50).	W001	NJB	3.50
08/01/08	Conference call with W.R. Grace regarding insurance (1.30). Attention to Plan (1.00). Attention to asbestos exclusion (1.00).	W001	RMH	3.30
08/01/08	Prepare analysis of issues relating to future claimants (2.80). Attention to asbestos exclusion component in policies (.50).	W001	RYC	3.30
08/04/08	Begin reviewing time and expense entries.	W011	AHP	1.50
08/04/08	Analysis of selected settlement agreements re: policy limits (1.20); analysis of selected insurance policies re: amount of limits issues (3.90); review/revise policy data spreadsheets (2.10).	W001	GFF	7.20

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/04/08	Compilation of largest outstanding insurance companies in Grace/Products matter per R. Horkovich request (.50); assisted I. Feldgreber with policy analysis regarding certain stub policy periods and allocation of annual limits (1.50)	W001	HEG	2.00
08/04/08	Reviewed information re: insurance policy "stub periods."	W001	IF	2.50
08/04/08	Reviewed and helped to prepare insurance company group limit information for "products liability" solvent unsettled insurance companies and for those insurance companies with "coverage in place agreements."	W001	IF	1.00
08/04/08	Research regarding future claimant underlying claims concerns.	W001	RYC	2.80
08/05/08	Analysis of selected insurance policies re: limits issues (2.70); review/revise policy data spreadsheets (1.80); analysis of selected settlement agreements re: indemnification issues (2.30).	W001	GFF	6.80
08/05/08	Studied and prepared materials re: Grace Settlement Agreement "indemnification and cap language."	W001	IF	1.00
08/05/08	Helped to prepare information re: available "products liability" insurance.	W001	IF	1.00
08/05/08	Reviewed and prepared information re: stub periods.	W001	IF	1.50
08/05/08	Work on insurance allocation model, including present value calculations	W001	MG	2.60
08/05/08	Respond to questions about CNA coverage.	W001	RMH	1.00
08/05/08	Prepare analysis regarding future claimant concerns.	W001	RYC	4.50
08/05/08	Reviewed and prepared collection of information re: products liability, coverage, agreements, policy analysis and other documents, create index to the above documents and organize them in preparation of "W.R. Grace Policy Analysis Work Product 2005-2008" presentation binder.	W001	VT	3.20

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/06/08	Analysis of settlement agreements re: indemnification issues (2.30); review/revise spreadsheets on indemnification issues (2.20).	W001	GFF	4.50
08/06/08	Assist with CNA corporate structure research questions (1.00 hr); assist with compilation binder of Grace work product per R. Chung (1.50 hrs); review and edit Agreement Indemnification Language charts (.50 hrs).	W001	HEG	3.00
08/06/08	Helped to prepare materials re: "policy analysis."	W001	IF	1.00
08/06/08	Reviewed Grace insurance policy language re: "indemnification" and "cap" language.	W001	IF	1.00
08/06/08	Searched files and in-house database resources re: specific insurance companies per R. Horkovich request.	W001	IF	1.50
08/06/08	Searched files and in-house resources re: specific insurance companies.	W001	IF	0.50
08/06/08	Work on insurance allocation model, including present value calculations	W001	MG	2.00
08/06/08	Respond to questions from committee meeting regarding liability coverage.	W001	RMH	0.50
08/06/08	Follow-up research regarding future claimants insurance coverage concerns.	W001	RYC	3.60
08/07/08	Analysis of selected insurance settlement agreements re: indemnification issues (2.70); review/revise spreadsheets on indemnification issues (1.20).	W001	GFF	3.90
08/07/08	Continued to review materials re: Grace Settlement Agreements and "indemnification and cap" language.	W001	IF	1.50
08/07/08	Work on insurance allocation model, including present value calculations	W001	MG	3.00
08/07/08	Follow-up research and analysis regarding future claimants insurance coverage concerns.	W001	RYC	3.30

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08/07/08	Reviewed and prepared collection of information re: products liability, coverage, agreements, policy analysis and other documents, create index to the above documents and organize them in preparation of "W.R. Grace Policy Analysis Work Product 2005-2008" presentation binder	W001	VT	1.50
08/08/08	Analysis of selected insurance policies re: various limits of liability issues (2.60); begin drafting memo on limits of liability issues (1.20).	W001	GFF	3.80
08/08/08	Studied and revised Grace Settlement Agreement "indemnification language" spreadsheet.	W001	IF	1.00
08/08/08	Analysis of information in connection with effect of insurance settlement agreements to Plan.	W001	RYC	2.70
08/10/08	Research regarding effect of prior insurance settlement agreements to Plan.	W001	RYC	1.20
08/11/08	Analysis of selected insurance policies re: asbestos premises coverage issues.	W001	GFF	3.20
08/11/08	Review and reproduce prior Grace analyses for R. Chung binder organization request.	W001	HEG	1.00
08/11/08	Follow-up regarding synopsis of underlying claims of third parties (3.20). Attention to concerns of future claimants committee regarding effect of Plan and settlements (3.00).	W001	RYC	6.20
08/12/08	Analysis of selected insurance policies re: asbestos premises coverage issues.	W001	GFF	3.60
08/12/08	Review, analyze and discuss Grace coverage program stub period policy limit allocations per R. Horkovich.	W001	HEG	2.50
08/12/08	Reviewed Grace insurance policy information re: Stub Periods.	W001	IF	1.50
08/12/08	Work on master insurance allocation.	W001	MG	2.00
08/12/08	Modification of Plan and Insurance Assignment Agreement.	W001	RMH	2.00

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/12/08	Follow-up regarding analysis of annualization and stub insurance coverage (1.20). Follow-up research regarding coverage in place agreements in connection with concerns of future claimants (1.50).	W001	RYC	2.70
08/13/08	Analysis of selected insurance policies/related documents re: limits available and other asbestos premises coverage issues.	W001	GFF	7.20
08/13/08	To assist I. Feldgreber in Premises policy analysis, created task-specific working spreadsheet of relevant policies.	W001	HEG	1.50
08/13/08	Reviewed Grace insurance policies re: Stub Periods.	W001	IF	2.00
08/13/08	Design and revise master insurance allocation.	W001	MG	5.50
08/13/08	Review and comment upon fee application.	W011	RYC	0.50
08/13/08	Follow-up regarding analysis of settlement agreements in connection with issues potentially effecting the Trust.	W001	RYC	2.70
08/14/08	Review attorney changes (.50); Review new draft bill (1.50); Prepare final version (.70).	W011	AHP	2.70
08/14/08	Analysis of selected insurance policies re: limits available and other asbestos premises coverage issues.	W001	GFF	3.90
08/14/08	Reviewed and studied Grace CIP Settlement Agreements and Aetna insurance policies.	W001	IF	2.50
08/14/08	Work on master insurance allocation	W001	MG	1.00
08/14/08	Insurance Assignment Agreement (1.00). Allocation model (.50). Asbestos exclusion memo (.50).	W001	RMH	2.00
08/15/08	Analysis of selected insurance policies re: limits of liability and other asbestos premises coverage issues (5.30); review/revise insurance policy data spreadsheets (1.50).	W001	GFF	6.80
08/15/08	Additional review and reproduction of previous analysis work product for R. Chung binder organization request.	W001	HEG	1.50

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08/15/08	Additional research and discussions re: potential allocation to policy stub periods issues.	W001	HEG	3.50
08/15/08	Reviewed and studied Grace Settlement Agreements with Aetna and London Market re: "stub periods".	W001	IF	2.40
08/15/08	Work on analysis of prior insurance settlement provisions likely to effect the Trust.	W001	RYC	4.20
08/17/08	Review historical settlements to compare language pertaining to rights and obligations of parties.	W001	RYC	1.70
08/18/08	Analysis of selected insurance policies re: limits of liability and other asbestos premises coverage issues.	W001	GFF	3.70
08/18/08	Assisted V. Talabacu in locating and organizing past spreadsheet and table work product for R. Chung binder request.	W001	HEG	1.00
08/18/08	Analysis of post-settlement issues for Trust and prepare responses for issues to be raised by non-settling insurance companies.	W001	RYC	4.00
08/19/08	Update monitoring chart (.60); follow-up re: funds received (.50).	W011	AHP	1.10
08/19/08	Helped to review settlement agreements.	W001	CKN	3.50
08/19/08	Analysis of selected insurance policies covering asbestos premises issues re: limits/related issues.	W001	GFF	1.90
08/19/08	Assist with ongoing policy research and analysis issues	W001	HEG	1.00
08/19/08	Additional work product locate and reproduce to assist in compilation binder per R. Chung	W001	HEG	1.50
08/19/08	Reviewed Grace insurance policy information re: "stub periods applicable to premises coverage."	W001	IF	2.00
08/19/08	Work on insurance allocation model, including present value calculations	W001	MG	2.00
08/19/08	Attention to Joint Plan.	W001	RMH	3.00
08/19/08	Follow-up regarding status of insurance recovery from impaired insurance companies.	W001	RYC	3.30

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/20/08	Analysis of insurance policies re: asbestos premises.	W001	GFF	2.10
08/20/08	Continued review of historical settlements to compare language pertaining to rights and obligations of parties.	W001	RYC	1.00
08/21/08	Analysis of selected insurance policies re: asbestos premises coverage issues (1.40); review/revise policy data spreadsheets (1.10).	W001	GFF	2.50
08/21/08	Additional review of historical settlements to compare language pertaining to rights and obligations of the parties.	W001	RYC	1.20
08/21/08	Reviewed and prepared collection of information re: products liability, coverage, agreements, policy analysis and other documents, create index to the above documents and organize them in preparation of "W.R. Grace Policy Analysis Work Product 2005-2008" presentation binder.	W001	VT	1.20
08/22/08	Analysis of selected insurance policies re: asbestos premises limits issues.	W001	GFF	1.20
08/22/08	Reviewed Grace insurance policy information re: Stub Periods applicable to "premises coverage."	W001	IF	1.00
08/22/08	Conference call regarding insurance transfer agreement.	W001	RMH	2.00
08/22/08	Finalize review and analysis of key provisions in historical insurance settlements relevant to issues for Trust post-bankruptcy.	W001	RYC	4.00
08/22/08	Reviewed and prepared collection of information re: products liability, coverage, agreements, policy analysis and other documents, create index to the above documents and organize them in preparation of "W.R. Grace Policy Analysis Work Product 2005-2008" presentation binder.	W001	VT	2.50
08/24/08	Work on addressing coverage issues pertinent to Plan for Claimant Committee's analysis.	W001	RYC	2.00
08/25/08	Review Grace Settlement Agreements re: Installment Payments per R. Chung request.	W001	IF	1.00

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/25/08	Work on master insurance allocation (2.50); adjust formulas to make allocation more automatic and able to adjust to changed information (1.50).	W001	MG	4.00
08/25/08	Attention to indemnity issues.	W001	RMH	4.00
08/25/08	Analysis of Plan issues involving coverage in place agreements.	W001	RYC	3.80
08/26/08	Analysis of insurance settlement agreements re: method of payment, timing of payments and related issues.	W001	GFF	5.60
08/26/08	Reviewed Grace Settlement Agreements re: Installment payments and "continuing payments".	W001	IF	4.00
08/26/08	Work on master insurance allocation	W001	MG	5.50
08/26/08	Attention to indemnities.	W001	RMH	5.00
08/26/08	Research and analysis regarding issues relating to assignment of insurance settlements (1.50). Research and analysis regarding issues relating to ongoing obligations under coverage settlements (2.50).	W001	RYC	4.00
08/27/08	Work on master insurance allocation (3.20); adjust formulas to make allocation more automatic and able to adjust to changed information (4.00).	W001	MG	7.20
08/27/08	Attention to indemnities.	W001	RMH	4.00
08/27/08	Research and analysis regarding issues relating to settled insurance coverage (2.00). Provide supplemental information and analysis regarding key historical insurance settlement agreement provisions (2.70).	W001	RYC	4.70
08/28/08	Review settlement agreements re: payments made and current policy limits remaining.	W001	GFF	3.20
08/28/08	Reviewed Grace Settlement Agreements re: "potential contribution amounts."	W001	IF	3.00
08/28/08	Work on master insurance allocation (2.00); adjust formulas to make allocation more automatic and able to adjust to changed information (2.80).	W001	MG	4.80
08/28/08	Attention to indemnity issues meeting with Nate Finch.	W001	RMH	4.00

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DATE	DESCRIPTION OF SERVICES	ACTIVITY	INIT	HOURS
08/28/08	Assist with analysis of coverage with supplemental information from debtor (3.20). Research and analysis into various issues of concern for Claimants Committee in connection with Plan (3.30).	W001	RYC	6.50
08/29/08	Continue review of settlement agreements re: payments made and current policy limits remaining (4.10); review/revise chart on policy limits remaining (.60).	W001	GFF	4.70
08/29/08	Reviewed Grace insurance policies re: Settlement amounts and policy limit information (5.50). Prepared chart of information (1.50).	W001	IF	7.00
08/29/08	Work on master insurance allocation (.50); adjust formulas to make allocation more automatic and able to adjust to changed information (1.50).	W001	MG	2.00
08/29/08	Attention to indemnities (4.00). Conference regarding same with Mr. Lockwood and Mr. Finch (1.00).	W001	RMH	5.00
08/29/08	Research and draft memo regarding allocation issues relating to settled policies.	W001	RYC	4.50
08/31/08	Research and revise memo regarding allocation issues relating to settled policies.	W001	RYC	4.30

TOTAL FEES:**\$136,927.00**

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FEE SUMMARY

	RATE	HOURS	TOTALS
Arline H Pelton	220.00	5.30	1,166.00
Corina K Nastu	200.00	3.50	700.00
Glenn F Fields	295.00	78.60	23,187.00
Harris E Gershman	245.00	21.00	5,145.00
Izak Feldgreber	255.00	40.90	10,429.50
Mark Garbowski	520.00	42.90	22,308.00
Nicholas J Balsdon	185.00	3.50	647.50
Robert M Horkovich	790.00	35.80	28,282.00
Robert Y Chung	520.00	82.70	43,004.00
Victoria Talabacu	245.00	8.40	2,058.00
TOTAL FEES:			\$136,927.00

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SUMMARY OF SERVICES BY ACTIVITY**THIS BILLING PERIOD**

ACTIVITY CODE: W001 Asset Analysis and Recovery

	HOURS	TOTALS
Corina K Nastu	3.50	700.00
Glenn F Fields	78.60	23,187.00
Harris E Gershman	21.00	5,145.00
Izak Feldgreber	40.90	10,429.50
Mark Garbowski	42.90	22,308.00
Nicholas J Balsdon	3.50	647.50
Robert M Horkovich	35.80	28,282.00
Robert Y Chung	82.20	42,744.00
Victoria Talabacu	8.40	2,058.00
TOTAL:	316.80	\$135,501.00

ACTIVITY CODE: W011 Fee Applications (Applicant)

	HOURS	TOTALS
Arlene H Pelton	5.30	1,166.00
Robert Y Chung	0.50	260.00
TOTAL:	5.80	\$1,426.00

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COSTS through 08/31/08

DATE	DESCRIPTION OF COSTS	AMOUNT
08/01/08	LIBRARY & LEGAL RESEARCH Westlaw Charges - July 1 - 31, 2008 E106	95.54
08/01/08	LIBRARY & LEGAL RESEARCH Westlaw Charges - July 1 - 31, 2008 E106	2.09
08/06/08	AIRFREIGHT FedEx#: 0100-3528-7 Invoice: 286602056 Tracking Number: 790064441124 Reference: 100055 WRG01 02 594 Billing Note: From: Robert M Horkovich, Anderson Kill & Olick, P C, 1251 Avenue of the Americas , NEW YORK CITY, NY, 10020, US To: Nat han Finch, Esq, Caplin & Drysdale, 1 Thomas Cir cle, N W , WASHINGTON, DC, 20005, US E107	10.17
08/06/08	AIRFREIGHT FedEx#: 0100-3528-7 Invoice: 286602056 Tracking Number: 790064689087 Reference: 100055 WRG01 02 594 Billing Note: From: Robert M Horkovich, Anderson Kill & Olick, P C, 1251 Avenue of the Americas , NEW YORK CITY, NY, 10020, US To: Nat han Finch, Esq, Caplin & Drysdale, 1 Thomas Circ le, N W , WASHINGTON, DC, 20005, US E107	10.17
08/06/08	DI - PHOTOCOPYING - E101	0.25
08/11/08	LOCAL TRAVEL - - VENDOR: FIRST CORPORATE SEDANS, INC Inv.# 565492 Local travel expenses on 07/14/08 from LaGuardia to Westport, CT E109	200.18
08/12/08	LOCAL TRAVEL - - VENDOR: EXPRESS LIMOUSINE SERVICE, INC. Inv.# H0482872 Local travel expenses on 07/14/08 from Westport, CT to LaGuardia E109	171.50
08/12/08	DI - PHOTOCOPYING - E101	1.50
08/12/08	DI - PHOTOCOPYING - E101	1.75
08/13/08	DI - PHOTOCOPYING - E101	0.75
08/14/08	DI - PHOTOCOPYING - E101	3.25
08/14/08	DI - PHOTOCOPYING - E101	4.50
08/14/08	DI - PHOTOCOPYING - E101	1.25
08/14/08	DI - PHOTOCOPYING - E101	2.25
08/14/08	DI - PHOTOCOPYING - E101	12.00

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08/14/08	DI - PHOTOCOPYING - E101	2.00
08/14/08	DI - PHOTOCOPYING - E101	10.50
08/18/08	DI - PHOTOCOPYING - E101	9.25
08/19/08	DI - PHOTOCOPYING - E101	2.75
08/19/08	DI - PHOTOCOPYING - E101	1.50
08/19/08	DI - PHOTOCOPYING - E101	0.25
08/20/08	DI - PHOTOCOPYING - E101	2.25
08/21/08	AP - TELEPHONE - - - VENDOR: HORKOVICH, E124 ROBERT M. Court call 7/22/08	77.00
08/21/08	DI - PHOTOCOPYING - E101	0.25
08/22/08	DI - PHOTOCOPYING - E101	2.00
08/22/08	DI - PHOTOCOPYING - E101	0.25
08/26/08	DI - PHOTOCOPYING - E101	2.75
08/28/08	DI - PHOTOCOPYING - E101	0.25
08/29/08	DI - PHOTOCOPYING - E101	1.25
TOTAL COSTS:		\$629.40

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WORK	DESCRIPTION	AMOUNT
AF	AIRFREIGHT	20.34
LB	LIBRARY & LEGAL RESEARCH	97.63
LT	LOCAL TRAVEL	371.68
TE	AP - TELEPHONE -	77.00
XE	DI - PHOTOCOPYING -	62.75
TOTAL COSTS:		629.40

TOTAL DUE: \$137,556.40